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Discovery Holding Co-A

Cox closed, 2Q focus on restructuring

🎇 2Q focus on restructuring, margin improvement

Discovery Communications (Discovery) announced May 17 that it will close its 103 retail stores by 3Q07. Instead the company will focus on increasing its partnerships with large retailers and improving its e-commerce platform. The stores are estimated to have annual revenues of \$130mn with an operating loss of ~\$30mn. Discovery recorded an \$11mn restructuring charge in 1Q and we anticipate further charges as Discovery realigns and restructures its business segments.

While CEO David Zaslav has indicated that he intends to reinvest cost savings derived from headcount reductions into more original programming and higher marketing spend, we believe there is also an opportunity to improve the company's margins. Consolidated Discovery margins of 30% lag industry peers, eg Viacom, Disney, Rainbow, by 300 to 1500bps. Since beginning his tenure, Mr. Zaslav has announced the elimination of over 1,300 positions or more than 25% of the company's total workforce.

Cox transaction closed, next steps?

On May 14, Discovery completed its previously announced transaction with Cox Communications, in which Cox redeemed its 25% interest in Discovery for \$1.28bn in cash and 100% of the interest in the Travel Channel (est value \$880mn-1.1bn) and Travel Channel.com. Discovery Holdings Company (DHC) now owns 66.7% of Discovery and Advance/Newhouse (A/N) holds the remaining 33% stake. We anticipate the Cox deal will result in greater investor transparency, as, in our view, the lack of information at DHC remains a negative for the stock. The Cox transaction may also increase the likelihood that A/N contributes its post-closing 33% interest in Discovery into publicly traded DHC or, alternatively, exits Discovery in a similar fashion as Cox, which could be a material positive for DHC.

| 2005A | 2006A | 2007E | 2008E | 2009E |
|--------|--|--|---|--|
| 0.10 | (0.16) | 0.38 | 0.49 | 0.62 |
| 0.10 | (0.16) | 0.38 | 0.49 | 0.62 |
| -58.3% | NM | NM | 28.9% | 26.5% |
| | | 0.30 | 0.40 | 0.51 |
| 0 | 0 | 0 | 0 | 0 |
| 0.10 | (0.16) | 0.38 | 0.49 | 0.62 |
| 0 | 0 | 0 | 0 | 0 |
| | | | | |
| 2005A | 2006A | 2007E | 2008E | 2009E |
| 238.2x | NM | 62.7x | 48.6x | 38.4x |
| 238.2x | NM | 62.7x | 48.6x | 38.4x |
| 0% | 0% | 0% | 0% | 0% |
| 83.2x | NM | 98.9x | 98.6x | 95.7x |
| -0.1% | -1.6% | 0% | 0.2% | 0.3% |
| | 0.10 0.10 -58.3% 0 0.10 0 2005A 238.2x 238.2x 0% 83.2x | 0.10 (0.16) 0.10 (0.16) -58.3% NM 0 0 0 0.10 (0.16) 0 0 2005A 2006A 238.2x NM 238.2x NM 0% 0% 83.2x NM | 0.10 (0.16) 0.38 0.10 (0.16) 0.38 -58.3% NM NM 0.30 0 0 0 0.10 (0.16) 0.38 0 0 0 0.10 (0.16) 0.38 0 0 0 0.10 (0.16) 0.38 0 0 0 0 2005A 2006A 2007E 238.2x NM 62.7x 0% 0% 0% 83.2x NM 98.9x | 0.10 (0.16) 0.38 0.49 0.10 (0.16) 0.38 0.49 -58.3% NM NM 28.9% 0.30 0.40 0 0 0 0 0 0.10 (0.16) 0.38 0.49 0 0 0 0 0 2005A 2006A 2007E 2008E 238.2x NM 62.7x 48.6x 238.2x NM 62.7x 48.6x 0% 0% 0% 0% 83.2x NM 98.9x 98.6x |

Earnings Preview NEUTRAL



Stock Data

| Price (NAS / NAS) | US\$23.82 / US\$23.83 |
|------------------------------|-----------------------|
| Investment Opinion | C-2-9 / C-2-9 |
| Volatility Risk | HIGH/HIGH |
| 52-Week Range | US\$12.81-24.70 |
| Market Value (mn) | US\$6,675 |
| Shares Outstanding (mn) | 280.2 / 280.2 |
| ML Symbol / Exchange | DISCA / NAS |
| ML Symbol / Exchange | DISCB / NAS |
| Bloomberg / Reuters | DISCA US / DISCA.O |
| ROE (2007E) | 2.3% |
| Total Dbt to Cap (Dec-2006A) | 0% |
| Est. 5-Yr EPS / DPS Growth | NA / 0% |
| | |



Quarterly Earnings Estimates

| | 2006 | 2007 |
|----|--------|-------|
| Q1 | 0.04A | 0.07A |
| Q2 | 0.05A | 0.09E |
| Q3 | -0.27A | 0.10E |
| Q4 | 0.02A | 0.12E |
| | | |

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Refer to important disclosures on page 8 to 9. Analyst Certification on page 7.



18 June 2007

iQprofile[™] Discovery Holding Co-A

| iQmethod " - Bus Performance* | | | | | |
|--|--------------------|---------------------------|--------------------------------------|-------------------------|-------------------------|
| (US\$ Millions) | 2005A | 2006A | 2007E | 2008E | 2009E |
| Return on Capital Employed | 0% | -2.9% | -0.2% | -0.2% | -0.2% |
| Return on Equity | 0.6% | -1.0% | 2.3% | 2.9% | 3.6% |
| Operating Margin | 0.3% | -16.8% | -1.9% | -1.8% | -1.5% |
| Free Cash Flow | (5) | (110) | 2 | 16 | 18 |
| i Qmethod ** - Quality of Earnings* | **** | | on a constant of the standard of the | | |
| (US\$ Millions) | 2005A | 2006A | 2007E | 2008E | 2009E |
| Cash Realization Ratio | 3.1x | NM | 0.5x | 0.5x | 0.4x |
| Asset Replacement Ratio | 1.2x | 1.1x | 0.6x | 0.6x | 0.6x |
| Tax Rate | 64.1% | NM | 38.5% | 40.0% | 40.0% |
| Net Debt-to-Equity Ratio | -5.5% | -3.4% | -3.5% | -3.8% | -4.0% |
| Interest Cover | NA | NA | NA | NA | NA |
| Income Statement Data (Dec) | | | | | |
| (US\$ Millions) | 2005A | 2006A | 2007E | 2008E | 2009E |
| Sales | 695 | 688 | 716 | 737 | 759 |
| % Change | 10.0% | -0.9% | 4.1% | 3.0% | 3.0% |
| Gross Profit | 249 | 234 | 251 | 265 | 273 |
| % Change | -0.9% | -6.1% | 7.5% | 5.7% | 3.0% |
| EBITDA | 79 | (47) | 66 | 66 | 68 |
| % Change Net Interest & Other Income | -19.2% 74 | NM 113 | NM 186 | 0.3% 243 | 3.0% 301 |
| Net Income (Adjusted) | 27 | (46) | 106 | 243 138 | 174 |
| % Change | -58.6% | MM MM | NM | 29.6% | 26.2% |
| Free Cash Flow Data (Dec) (US\$ Millions) Net Income from Cont Operations (GAAP) Depreciation & Amortization Change in Working Capital | 76 8 | 2006A (46) 68 19 | 2007E 106 80 (12) | 2008E 138 80 0 | 2009E 174 80 0 |
| Deferred Taxation Charge | 50 | 42 | 65 | 92 | 116 |
| Other Adjustments, Net | (76) | (116) | (187) | (243) | (301) |
| Capital Expenditure Free Cash Flow | (91) -5 | (78) -110 | (51) 2 | (50) 16 | (50) 18 |
| % Change | NM | NM | NM | 562.6% | 12.2% |
| Balance Sheet Data (Dec) | | | | | |
| (US\$ Millions) | 2005A | 2006A | 2007E | 2008E | 2009E |
| Cash & Equivalents | 250 | 155 | 164 | 180 | 198 |
| Trade Receivables | 135 | 147 | 149 | 149 | 149 |
| Other Current Assets | 15 | 15 | 16 | 16 | 16 |
| Property, Plant & Equipment | 3,275 | 3,410 | 3.568 | 3.785 | 4,060 |
| Other Non-Current Assets | 2,144 | 2,144 | 2,144 | 2,144 | 2,144 |
| Total Assets | 5,819 | 5,871 | 6,041 | 6,274 | 6,568 |
| Short-Term Debt | 0 | 0 | 0 | 0 | 0 |
| Other Current Liabilities | 90 | 122 | 110 | 110 | 110 |
| Long-Term Debt Other Non-Current Liabilities | 0 | 0 | 4.075 | 0 | 0 |
| Total Liabilities | 1,154 1,244 | 1,200 1,322 | 1,275 1,385 | 1,371 | 1,490 |
| | | 1,322 | | 1,481 | 1,600 |
| Total Equity Total Equity # 1 Inhilition | 4,575 | 4,549 5 974 | 4,656 | 4,794 | 4,967 |
| Total Equity & Liabilities For full definitions of IQmethod** measures, see page | 5,819 17 | 5,871 | 6,041 | 6,274 | 6,568 |

| Company Description |
|---|
| Discovery Holding Company is a holding company for its |
| wholly-owned subsidiary, Ascent Media Group, Inc., and 50%-owned Discovery Communications, Inc. |
| |

| Stock Data | |
|-------------------------------|-----------|
| Average Daily Volume | 2,251,541 |
| Brokers Covered (FirstCall) | 6 |
| Shares / Common - Dual Listed | 1.00 |